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BY [Signature]
DATE 6/5/08

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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ELEKTRA ENTERTAINMENT GROUP INC., a	:
Delaware corporation; UMG RECORDINGS, INC., a	:
Delaware corporation; and VIRGIN RECORDS	:
AMERICA, INC., a California corporation,	: Case No. 05-CV-7340 (RJS)(THK)
	:
Plaintiffs,	: MOTION TO ADMIT COUNSEL
	: PRO HAC VICE
-against-	:
DENISE BARKER,	:
	:
Defendant.	:
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PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Brian E Moran a member in good standing of the bar of this Court, hereby move for an Order allowing the admission pro hac vice of

Applicant's Name: Timothy M. Reynolds, Esq.
Firm Name: Holme Roberts & Owen LLP
Address: 1801 13th Street, Suite 300
City/State/Zip: Boulder, Colorado 80302
Phone Number: (303) 444-5955
Fax Number: (303) 417-8550

Timothy M. Reynolds is a member in good standing of the Bar of the States of Colorado and Wyoming.

There are no pending disciplinary proceedings against Timothy M. Reynolds in any State or Federal court.

JUN 05 2008
653204

Dated: June 2, 2008
New York, New York

Respectfully submitted:

ROBINSON & COLE LLP

By: 

Brian E. Moran (BM-8573)
28th Floor, 885 Third Avenue
New York, NY 10022
Telephone: 212-451-2900
Facsimile: 212-451-2999

Attorneys for Plaintiffs

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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ELEKTRA ENTERTAINMENT GROUP INC., a	:	
Delaware corporation; UMG RECORDINGS, INC., a	:	
Delaware corporation; and VIRGIN RECORDS	:	
AMERICA, INC., a California corporation,	:	Case No. 05CV7340(RJS)(THK)
	:	
Plaintiffs,	:	AFFIDAVIT OF BRIAN E.
	:	MORAN, ESQ. IN SUPPORT OF
-against-	:	MOTION TO ADMIT COUNSEL
	:	PRO HAC VICE
DENISE BARKER,	:	
	:	
Defendant.	:	
-----	X	

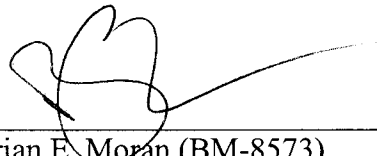
STATE OF NEW YORK)
)
COUNTY OF NEW YORK) ss:

Brian E. Moran, being duly sworn, hereby deposes and says as follows:

1. I am a Partner with Robinson & Cole LLP, counsel for Plaintiffs in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Plaintiffs' motion to admit Timothy M. Reynolds as counsel *pro hac vice* to represent Plaintiffs in this matter.
2. I am a member of good standing of the Bars of the States of Connecticut, Virginia and the District of Columbia, and was first admitted to practice law in May of 1978. I am also admitted to the Bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Timothy M. Reynolds since 2006.
4. Mr. Reynolds is a partner at Holme Roberts & Owen LLP in Denver, Colorado.
5. I have found Mr. Reynolds to be a skilled attorney and a person of integrity. He is experienced in Federal Practice and is familiar with the Federal Rules of Procedure.
6. Accordingly, I am pleased to move the admission of Timothy M. Reynolds, *pro hac vice*.

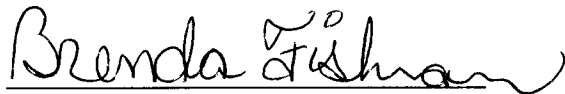
7. I respectfully submit a proposed order granting the admission of Timothy M. Reynolds, pro hac vice, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Timothy M. Reynolds, pro hac vice, to represent Plaintiff in the above captioned matter, be granted. Dated:



Brian E. Moran (BM-8573)

Sworn to and subscribed before
me this 2nd day of June, 2008.



Notary Public

My commission expires: _____

Brenda Fishman
Notary Public, State of New York
No. 01FL
Qualified in County
My Commission Expires 05-30-2010

**CERTIFICATE OF THE CLERK OF THE SUPREME COURT
OF THE
STATE OF WYOMING**

I, Judy Pacheco, Clerk of the Supreme Court of the State of Wyoming, hereby certify that, according to the records of my office:

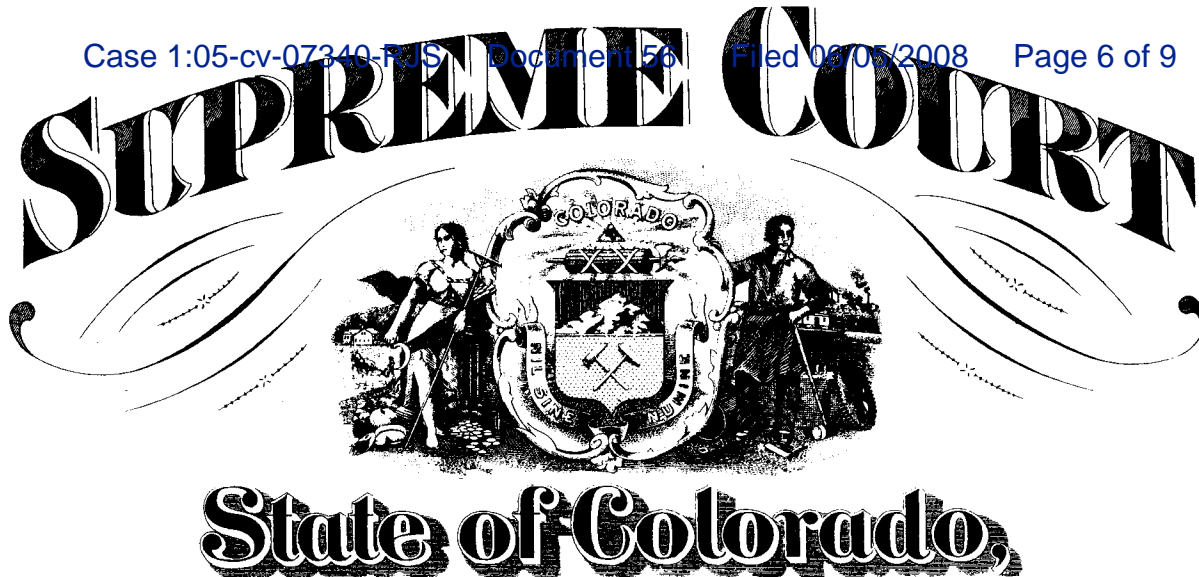
T I M O T H Y M I C H A E L R E Y N O L D S

was on the 13th day of April, 2000, duly admitted to practice as an Attorney and Counsellor at Law in all the courts of Wyoming; that the above admittee has never been disbarred or suspended; that no disciplinary proceedings are pending against this admittee; and that this admittee's name now appears on the Roll of Attorneys in this office as a member of the bar in good standing.

Given under my hand and the seal of
said Court this 27th day of May,
2008.



Clerk



STATE OF COLORADO, ss:

I, Susan J. Festag Clerk of the Supreme Court of the State of Colorado, do hereby certify that

TIMOTHY MICHAEL REYNOLDS

has been duly licensed and admitted to practice as an

ATTORNEY AND COUNSELOR AT LAW

within this State; and that his/her name appears upon the Roll of Attorneys and Counselors at Law in my office of date the 25th

day of October A. D. 1999 and that at the date hereof

the said TIMOTHY MICHAEL REYNOLDS

is in good standing at this Bar.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the Seal of said Supreme Court, at Denver, in said State, this

27th day of May A. D. 2008

Susan J. Festag

Clerk

By Sharon H. Kargler

Deputy Clerk



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ELEKTRA ENTERTAINMENT GROUP INC., a:
Delaware corporation; UMG RECORDINGS, INC.,
a Delaware corporation; VIRGIN RECORDS:
AMERICA, INC., a California corporation; and
SONY BMG MUSIC ENTERTAINMENT, a: Civil Action No.: 05CV7340 (RJS)
Delaware general partnership,

: CERTIFICATE OF SERVICE

Plaintiffs,

-against-

DENISE BARKER,

Defendant.

I hereby certify that a copy of the foregoing **MOTION TO ADMIT COUNSEL PRO HAC VICE** has been served upon the following non-CM/ECF participants by United States mail, properly addressed and postage prepaid, on this 2nd day of May, 2008:

Ray Beckerman, Esq.
Vandenberg & Feliu LLP
Attorneys for Defendant
110 E. 42 St., Suite 1502
New York, New York 10017

Dated: New York, New York
June 5, 2008

ROBINSON & COLE LLP
Attorneys for Plaintiffs

By:

Brian E. Moran (BM-8573)
Victor B. Kao (VK-6967)
885 Third Avenue, Suite 2800
New York, NY 10022-4834
Telephone: (212) 451-2900
Facsimile: (212) 451-2999

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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ELEKTRA ENTERTAINMENT GROUP INC., a	:
Delaware corporation; UMG RECORDINGS, INC., a	:
Delaware corporation; and VIRGIN RECORDS	:
AMERICA, INC., a California corporation,	: Case No. 05CV7340(RJS)(THK)
	:
Plaintiffs,	: ORDER FOR ADMISSION PRO
	: HAC VICE ON WRITTEN
-against-	: MOTION
	:
DENISE BARKER,	:
	:
Defendant.	:
-----	X

Upon the motion of Brian E. Moran, attorney for Elektra Entertainment Group Inc.,
UMG Recordings, Inc., and Virgin Records America, Inc. and said sponsor attorney's affidavit
in support;

IT IS HEREBY ORDERED that

Applicant's Name:	Timothy M. Reynolds, Esq.
Firm Name:	Holme Roberts & Owen LLP
Address:	1801 13 th Street, Suite 300
City/State/Zip:	Boulder, Colorado 80302
Phone Number:	(303) 444-5955
Fax Number:	(303) 417-8550

is admitted to practice pro hac vice as counsel for Elektra Entertainment Group Inc., UMG
Recordings, Inc., and Virgin Records America, Inc. in the above-captioned case in the United
States District Court for the Southern District of New York. All attorneys appearing before this
Court are subject to the Local Rules of this Court, including the Rules governing discipline of
attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall

immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of the Court

Dated: _____, 2008
New York, New York

United States District/Magistrate Judge